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CERTIFIED NO. P 628 683 290

Mr. John Ross
4508 Dartmoor Drive
Marietta, GA 30067

RE: Kelly Jones

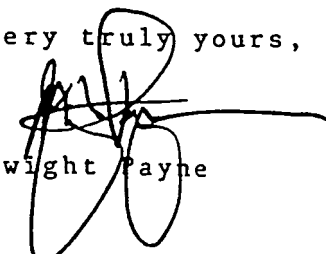
Dear Mr. Ross:

We represent Kelly Jones, who has contacted us concerning prior conversations that you and he have had concerning a proposed business that Mr. Jones is attempting to form. According to Mr. Jones, you and he had had conversations to the effect that you would find an investor willing to put up the sum of \$500,000.00 so that Mr. Jones could form a business and that he would, in turn, give you some portion of the company in the form of stock or other remuneration, as consideration for your having obtained the financing. Despite repeated promises and assurances on your part that you had various investors lined up to finance this business proposition, you have failed to live up to your promises and have not produced the money necessary to finance this venture. I understand that you have had a minimum of three or four months to produce such financing and have failed to do so.

Therefore, as a result of your failure to produce the money from an investor or venture capitalist as you had promised, any prior negotiations, commitments, oral agreements, or oral contracts that may have existed between yourself and my client, Kelly Jones, are hereby and for evermore terminated and rendered void by this letter. This letter is simply to formally notify you that Mr. Jones has withdrawn any prior offer that he has or may have made to you concerning giving any portion of any "company" that he may form in the future because of your failure to deliver on the promises that you made to him.

Please do not contact my client any further concerning this matter. I advise you to contact me if you have any further comments concerning this or any other matters involving my client.

Very truly yours,


Dwight Payne

DP:ck

